

Attorneys for Plaintiff,
HOUTAN PETROLEUM, INC.

NORTHERN DISTRICT OF CALIFORNIA

HOUTAN PETROLEUM, INC.

CASE NO. 07-cv-5627 SC

Plaintiff,

VS.

CONOCOPHILLIPS COMPANY, a Texas Corporation and DOES 1 through 10, Inclusive

DECLARATION OF GENNADY L. LEBEDEV IN SUPPORT OF PLAINTIFF/CROSS-DEFENDANT, HOUTAN PETROLEUM, INC.'S, MOTION IN LIMINE NO. 1 TO PRECLUDE THE TESTIMONY OF JEFF M. KEY AT TRIAL AND MOTION IN LIMINE NO. 2 TO EXCLUDE COMPUTATION OF DAMAGES

Defendants.

Trial Date: August 18, 2008
Time: 10:00 a.m.
Courtroom: 1
Before: Hon. Samuel Conti

I, Gennady L. Lebedev, declare as follows:

1. That I am an attorney duly licensed to practice law before all courts of the State of California and the Northern District of California and am an associate with the law firm of Bleau / Fox, A P.L.C., counsel of record for Plaintiff in this action, Houtan Petroleum, Inc.. That if called upon to testify, I could and would do so competently based upon my personal knowledge of the facts as stated herein.

2. Due to the condensed schedule arising out of the trial set by this Court for February 11, 2008, counsel for ConocoPhillips, Adam Friedenber, requested for the parties to stipulate that initial disclosures and expert witness disclosures and reports be due on January 28, 2008, and that “a complete appraisal report shall be sufficient to satisfy the requirements of Rule 26(a)(2)(B)(i)-(iii).” Attached hereto as **Exhibit “A”** is a true and correct copy of Mr. Friedenber’s e-mail so indicating.

1 3. I agreed on behalf of Houtan Petroleum, Inc. to ConocoPhillips' proposal. A true and
2 correct copy of the e-mail exchange responding to Mr. Friedenberg's proposal, confirming this
3 agreement between the parties is attached hereto as **Exhibit "B."**

4 4. On January 28, 2008, ConocoPhillips served its initial disclosures and expert witness
5 designation. A true and correct copy of Mr. Friedenberg's e-mail message that had such documents
6 attached is attached hereto as **Exhibit "C."**

7 5. Attached hereto as **Exhibit "D"** is a true and correct copy of ConocoPhillips' initial
8 Rule 26 disclosures that were attached to Mr. Friedenberg's e-mail of January 28, 2008, without
9 accompanying documents.

10 6. Attached hereto as **Exhibit "E"** is a true and correct copy of ConocoPhillips' expert
11 witness designation that was attached to Mr. Friedenberg's e-mail of January 28, 2008, with all
12 attached exhibits.

13 7. On January 30, 2008, Mr. Friedenberg indicated for the first time that ConocoPhillips
14 would be adding two additional witnesses to its disclosures, "1) Sandy Matthews, who is a
15 ConocoPhillips employee, as a fact witness, and 2) Robert W. Wintz of Valuation Research
16 Corporation, who will testify as an expert witness." Attached hereto as **Exhibit "F"** is a true and
17 correct copy of this e-mail exchange with Mr. Friedenberg.

18 8. On March 28, 2008, counsel for ConocoPhillips sent an e-mail indicating that they
19 intended to inspect the subject station property with "a previously disclosed expert or an additional
20 retained consultant." A true and correct copy of this e-mail is attached hereto as **Exhibit "G."**

21 9. On July 31, 2008, ConocoPhillips' counsel emailed to me the cover letter and
22 accompanying Supplemental Expert Witness Disclosure regarding Jeff M. Key, true and correct
23 copies of which are attached hereto as **Exhibit "H."** This was the first time that Mr. Key was
24 identified as an expert witness in this case.

25 10. With the trial date, set for August 18, 2008, there is now insufficient time to wait for
26 an expert report, depose the expert, obtain a deposition transcript, and have Plaintiff's expert review
27 the report and deposition transcript, without prejudicing Plaintiff's trial preparation efforts.
28 Consequently, the testimony of Mr. Key should be completely excluded from trial.

1 I declare under penalty of perjury under the laws of the United States of America that the
2 foregoing is true and correct.

3 Executed this 8th day of August, 2008 in Los Angeles, California.

4 //s//

5 _____
Gennady L. Lebedev

EXHIBIT “A”

Gennady

From: Adam Friedenberg [afriedenberg@glynnfinley.com]
Sent: Wednesday, January 23, 2008 10:24 AM
To: glebedev@bleaufox.com
Subject: RE: Houtan

Gennady:

We have De Anza under subpoena for the morning of January 31, so let's set Plaine for the afternoon of January 31. Please let me know if you will produce Plaine by stipulation, and produce the documents identified in our subpoenas, so that we need not reserve a subpoena. We will re-notice Ed Haddad for January 30.

Regarding disclosures, I would propose that we make the following disclosures, by fax or email, on January 28:

- 1) Initial disclosures pursuant to Rule 26(a)(1), but with respect to documents both parties would produce, and not merely describe, the documents required by Rule 26(a)(1)(B); and
- 2) Expert disclosures and reports, subject to the understanding that as to appraiser-experts, a complete appraisal report shall be sufficient to satisfy the requirements of Rule 26(a)(2)(B)(i)-(iii).

Please confirm that this is agreeable.

Thank you.

Adam

From: Gennady [mailto:glebedev@bleaufox.com]
Sent: Tuesday, January 22, 2008 8:30 PM
To: Adam Friedenberg
Subject: RE: Houtan

Adam:

Andrew Plaine is available on the 31st. So, let's continue his depo. for the 31st, either morning or afternoon and let's set Ed Haddad's depo for the 30th. Let me know about the landlord's depo. on the 31st. Plaine is flexible for afternoon or morning, so we can work around the landlord.

From: Adam Friedenberg [mailto:afriedenberg@glynnfinley.com]
Sent: Tuesday, January 22, 2008 2:21 PM
To: glebedev@bleaufox.com
Subject: RE: Houtan

I don't know if Vidovich is confirmed, but we plan to serve De Anza with a 30(b)(6) subpoena which may obviate personal service on Vidovich anyhow. I believe we noticed De Anza for January 31. I can't do the 29th, but I am willing to try to work with you re scheduling. Perhaps we could do Mr. Haddad on January 30 and Vidovich/De Anza on January 31. Andrew Plaine would still go forward this Friday as scheduled. Let me know.

From: Gennady [mailto:glebedev@bleaufox.com]
Sent: Tuesday, January 22, 2008 12:57 PM
To: Adam Friedenberg
Subject: RE: Houtan

1/31/2008

Adam:

Please let me know the status of the Vidovich depo. Is it confirmed for January 30? If so, we would like to move Ed Haddad's deposition to January 29, instead of 28.

Also, what is your response to our proposal of doing simultaneous Rule 26 initial disclosures and expert designations on 1/28?

Thanks,

Gennady L. Lebedev
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Los Angeles, CA 90068
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Fax: (323) 874-1234
GLEbedev@BleauFox.com

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From: Adam Friedenberg [mailto:afriedenberg@glynnfinley.com]
Sent: Monday, January 21, 2008 4:06 PM
To: glebedev@bleaufox.com
Subject: Houtan

Gennady, we served the attached notices today by fax and mail. Given the timing, I wanted to be sure to get you copies as quickly and directly as possible. Relatedly, we have served Andrew Plaine with a subpoena, and his deposition will proceed at our offices on Friday January 25, as noticed. We have not yet served John Vidovich, so his deposition will not proceed on January 24. We have served the records custodians for De Anza/V.O. Limited for the times indicated in the notices and subpoenas you have received last week. In addition, we plan to notice and subpoena Mr. Vidovich and the 30(b)(6) witness(es) for De Anza and V.O. Limited for January 30 at our offices.

Adam

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immediately by telephone at (925) 210-2800.

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EXHIBIT “B”

Gennady

From: Adam Friedenber [afriedenberg@glynnfinley.com]
Sent: Wednesday, January 23, 2008 2:50 PM
To: glebedev@bleaufox.com
Subject: RE: Houtan

[That's fine.]

1:30 for Plaine should work.

From: Gennady [mailto:glebedev@bleaufox.com]
Sent: Wednesday, January 23, 2008 2:49 PM
To: Adam Friedenber
Subject: RE: Houtan

[We're agreeable to everything, except the point about producing documents by fax or e-mail. Can we agree to produce only those documents that have not been attached to any of the pleadings/motions that have already been filed with the Court? Also, let me know the time you would like Plaine at your office.]

Gennady L. Lebedev
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Los Angeles, CA 90068
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Fax: (323) 874-1234
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1/31/2008

EXHIBIT “C”

Gennady

From: Adam Friedenberg [afriedenberg@glynnfinley.com]
Sent: Monday, January 28, 2008 5:29 PM
To: glebedev@bleaufox.com
Subject: Conoco/Houtan

Gennady, here are our initial disclosures, document production and expert disclosure.

Adam